

HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

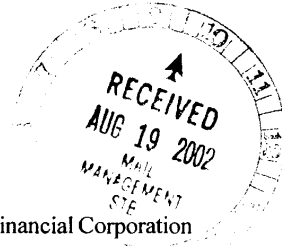
FAX 415/398-4816

August 14, 2002

RECORDATION NO. 18736-B FILED

AUG 19 '02 12:26 PM

SURFACE TRANSPORTATION BOARD



Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: Termination of Lease of Railroad Equipment dated as of July 25, 2002 by Helm Financial Corporation
("Termination").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Name and Address of Lessee: Rinker Materials Corporation
1501 Belvedere Road
West Palm Beach, FL 33406

Equipment: 149 Open Top Hopper Railcars
KAIX 1000-1099 (Not Inclusive)
KAIX 2000-2054 (Not Inclusive)

Please record this Termination as a supplemental agreement to STB Recordation No. 18736 filed on March 15, 1994. The filing fee of \$30.00 is included in our enclosed Check No. 1493 in the amount of \$480.00.

Summary: Termination of Lease of Railroad Equipment dated as of July 25, 2002 by Helm Financial Corporation for 149 open top hopper railcars, KAIX 1000-1099; 2000-2054 (Not Inclusive), to be filed as a supplemental agreement. Please file this Termination as a supplemental agreement to STB Recordation No. 18736.

Yours truly,

Sharon L. Van Fossan
Supervisor Contract Administration

/svf
Enclosures (2)

TERMINATION OF LEASE

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of July 25, 2002 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. **Recitals.** Lessor, as assignee of IBJ Schroder Business Credit Corporation (f.k.a. IBJ Schroder Leasing Corporation), are parties to the Lease of Railroad Equipment dated as of December 30, 1993 ("**Lease**") with **Rinker Materials Corporation**, a Florida corporation, with respect to the one hundred forty-nine (149) railcars described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("**STB**") under STB Recordation No. **18736** filed on March 15, 1994.

The Lease was terminated on December 4, 2000. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

By: Barbara W. Wilson
Name: Barbara W. Wilson
Title: Senior Vice President & CFO

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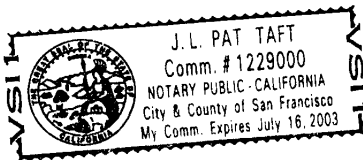
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On July 26th, 2002, before me, J. L. Pat Taft, personally
appeared Barbara W. Wilson, Senior Vice President and Chief Financial
Officer of **HELM FINANCIAL CORPORATION**,

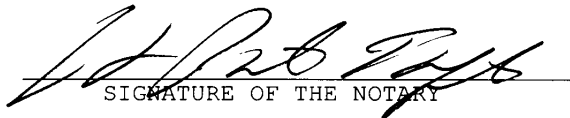
 X personally known to me -OR-

 proved to me on the basis of satisfactory evidence

to be the person~~(s)~~ whose name~~s~~ is/~~are~~ subscribed to the within instrument
and acknowledged to me that ~~he~~/she/~~they~~ executed the same in ~~his~~/her/~~their~~
authorized capacity~~(ies)~~, and that by ~~his~~/her/~~their~~ signature~~(s)~~ on the
instrument the person~~(s)~~, or the entity upon behalf of which the person~~(s)~~
acted, executed the instrument.



Witness my hand and official seal.


SIGNATURE OF THE NOTARY

SCHEDULE A

To the Termination of Lease dated July 25, 2002

Description of the Units: One hundred forty-nine (149), 100-ton, 2,301 cubic foot capacity, open top hopper railcars.

Unit Numbers:

KAIX 1000-1022, 1024-1045, 1048-1051, 1053-1099
KAIX 2000-2002, 2004-2050, 2052-2054